

Formula I

Sub
B1

wherein:

m, n and p are independently 0 or 1;

A is $-C(Z^1)-$, $-C(Z^1)-NH-$, SO_2 , or a covalent bond;

where Z^1 is oxygen or sulfur;

R^1 is hydrogen, optionally substituted alkyl, optionally substituted alkenyl, optionally substituted alkynyl, optionally substituted cycloalkyl, optionally substituted heterocyclyl, optionally substituted aryl, or optionally substituted heteroaryl;

R^2 is hydrogen, alkyl, or cycloalkyl; or

R^1 , R^2 and A when taken together with the nitrogen atom to which they are attached form a nitrogen bearing heterocycle;

R^3 is optionally substituted alkyl, optionally substituted cycloalkyl, optionally substituted heterocyclyl, optionally substituted aryl, or optionally substituted heteroaryl;

R^4 is hydrogen, optionally substituted alkyl, optionally substituted cycloalkyl, optionally substituted heterocyclyl, optionally substituted aryl, or optionally substituted heteroaryl;

T is $-O-$, $-S(O)_q$, or $-NR^5-$;

in which q is 0, 1, or 2, and R^5 is hydrogen, optionally substituted alkyl, optionally substituted cycloalkyl, optionally substituted heterocyclyl, optionally substituted aryl, or optionally substituted heteroaryl;

X^1 , X^2 , and X^3 nitrogen;

Y^1 is lower alkylene or carbonyl;

Y^2 is lower alkylene or oxygen; and

Z is sulfur, oxygen, or $-NR^5-$.

Q2 Sub B1 3. (Once amended) The method of claim 1, wherein R² is hydrogen, R⁴ is optionally substituted alkyl and Z is sulfur.

Q3 Sub B1 9. (Once amended) The method of claim 8, wherein R³ is 4-t-butylphenyl and R⁴ is methyl, namely 6-[[4-(tert-butyl)phenoxy]methyl]-4-methylthio-1,3,5-triazine-2-ylamine.

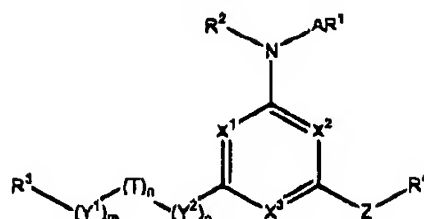
Q4 Sub B1 28. (Once amended) A method for treating a disease or condition in a mammal that can be treated with a compound that elevates serum levels of HDL cholesterol, comprising administering to a mammal in need thereof a therapeutically effective dose of a compound of claim 1.

Q5 Sub B1 30. (Once amended) A method for treating a disease or condition in a mammal related to low HDL cholesterol levels, comprising administering to a mammal in need thereof a therapeutically effective dose of a compound of claim 1.

Q6 Sub B1 32. (Once amended) A method for treating a disease or condition in a mammal that can be treated with a compound that promotes cholesterol efflux from cells, comprising administering to a mammal in need thereof a therapeutically effective dose of a compound of claim 1.

Q7 Sub B1 34. (Once amended) A method for treating a condition related to coronary artery disease in a mammal that can be treated with a combination of a compound that elevates serum levels of HDL cholesterol and a compound that lowers LDL cholesterol, comprising administering to a mammal in need thereof a therapeutically effective dose of a compound of claim 1 and a compound that lowers LDL cholesterol.

Q8 Sub B1 36. (Once amended) A compound of the Formula I:



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wherein:

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where Z^1 is oxygen or sulfur;

R^1 is hydrogen, optionally substituted alkyl, optionally substituted alkenyl, optionally substituted alkynyl, optionally substituted cycloalkyl, optionally substituted heterocyclyl, optionally substituted aryl, or optionally substituted heteroaryl;

R^2 is hydrogen, alkyl, or cycloalkyl; or

R^1 , R^2 and A when taken together with the nitrogen atom to which they are attached form a nitrogen bearing heterocycle;

R^3 is optionally substituted alkyl, optionally substituted cycloalkyl, optionally substituted heterocyclyl, optionally substituted aryl, or optionally substituted heteroaryl;

R^4 is hydrogen, optionally substituted alkyl, optionally substituted cycloalkyl, optionally substituted heterocyclyl, optionally substituted aryl, or optionally substituted heteroaryl;

T is $-O-$, $-S(O)_q$, or $-NR^5-$;

in which q is 0, 1, or 2, and R^5 is hydrogen, optionally substituted alkyl, optionally substituted cycloalkyl, optionally substituted heterocyclyl, optionally substituted aryl, or optionally substituted heteroaryl;

X^1 , X^2 , and X^3 are nitrogen;

Y^1 is lower alkylene or carbonyl;

Y^2 is lower alkylene or oxygen; and

Z is sulfur, oxygen, or $-NR^5-$.

with the proviso that when A is a covalent bond, R^1 and R^2 are both hydrogen, and Z is $-NH-$, m, n, and p cannot all be 0; and

when m is 0, Y^2 is methylene, and Z is $-NH-$, R^3 cannot be lower alkyl; and